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Counsel for Debtor

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re

CASH CLOUD, INC.,
dba COIN CLOUD,

Debtor.

Case No. BK-23-10423-mkn

Chapter 11

**PROVINCE, LLC’S MONTHLY FEE
STATEMENT OF SERVICES RENDERED
AND EXPENSES INCURRED FOR THE
PERIOD FROM FEBRUARY 1, 2024
THROUGH FEBRUARY 29, 2024**

Hearing Date: N/A
Hearing Time: N/A

Province, LLC (“Province”), financial advisor to the Cash Cloud, Inc. (the “Debtor”), debtor and debtor-in-possession in the above-captioned case (the “Chapter 11 Case”), hereby submits this *Monthly Fee Statement for Services Rendered and Expenses Incurred for the Period from February 1, 2024 Through February 29, 2024* (the “Statement”), pursuant to the *Final Order Authorizing Retention and Employment of Province, LLC as Financial Advisor, Effective as of the Petition Date* [ECF No. 223] and the Court’s *Order Granting Debtor’s Motion Pursuant to 11 U.S.C. §§ 105(a) and 331, And Fed. R. Bankr. P. 2016, Authorizing and Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [ECF No. 321] (the “Interim Compensation Procedures Order”).

In support of this Statement, Province respectfully represents as follows:

1. Province hereby seeks allowance and payment of interim compensation for services rendered and reimbursement of expenses incurred as Debtor's financial advisor during the period from February 1, 2024 through February 29, 2024 (the "Statement Period").

2. Province seeks allowance and payment of interim compensation for fees in the amount of \$26,426.40, representing 80% of the \$33,033.00 in fees incurred for services rendered during the Statement Period, plus reimbursement of \$143.41, representing 100% of the expenses incurred during the Statement Period, for a total award of \$26,569.81 for the Statement Period.

3. Attached hereto as **Exhibit A** is the name of each timekeeper who performed services in connection with the Chapter 11 Case during the Statement Period, and the hourly rate for each such timekeeper.

4. Attached hereto as **Exhibit B** is a task code summary.

5. Attached hereto as **Exhibit C** is a detailed invoice of time expended by the timekeepers who performed services during the Statement Period and of the expenses paid during the Statement Period.

6. On the same date this Statement was filed, Province served a copy of this Statement via electronic mail/notice on the following parties (each a "Notice Party," and collectively, the "Notice Parties"):

- i. Cash Cloud, Inc., c/o Ayala & Associates, 300 S. 4th Street, 16th Floor, Las Vegas, NV 89101 (Attn: Daniel Ayala; dayala@ayalalaw.com);
- ii. Fox Rothschild, LLC, 1980 Festival Plaza Drive, Suite 700, Las Vegas, Nevada 89135 (Attn: Brett A. Axelrod, Esq.; baxelrod@foxrothschild.com); counsel to Debtor;
- iii. United States Trustee Tracey Hope Davis, 300 Las Vegas Boulevard South, Suite 4300, Las Vegas, NV 89101 (Attn: Jared A. Day, Trial Attorney; Jared.A.Day@usdoj.gov);
- iv. Seward & Kissell, LLP, One Battery Park Plaza, New York, NY 10004 (Attn: Robert J. Gayda; gayda@sewkis.com; Catherine V. LoTempio; lotempio@sewkis.com; Andrew J. Matott; matott@sewkis.com), and McDonald Carano, LLP, 2300 West Sahara Avenue, Suite 1200, Las Vegas, NV 89102 (Attn: Ryan J. Works; rworks@mcdonalddcarano.com), counsel to the Official Committee of Unsecured Creditors;

- v. Berger Singerman LLP, 1450 Brickell Avenue, Suite 1900, Miami, FL 33131 (Attn: Jordi Guso; JGuso@bergersingerman.com), and Sylvester & Polednak, Ltd., 1731 Village Center Circle, Las Vegas, NV 89134 (Attn: Jeffrey R. Sylvester; Jeff@SylvesterPolednak.com; counsel to DIP lender CKDL Credit, LLC;
- vi. Morrison & Foerster LLO, 250 West 55th Street, New York, NY 10019-9601 (Attn: Andrew Kissner; akissner@mofo.com; Gary Lee; glee@mofo.com), and Shea Larsen, 1731 Village Center Circle, Suite 150, Las Vegas, NV 89134 (Attn: James Patrick Shea; jshea@shea.law; Bart K. Larsen; blarsen@shea.law; Kyle M. Wyant; kwyant@shea.law); counsel to Enigma Securities Limited; and
- vii. Clearly Gottlieb Steen & Hamilton LLP, One Liberty Plaza, New York, NY 10006, (Attn: Sean A. O'Neal; soneal@cgsh.com; Jane VanLare; jvanlare@cgsh.com), and Snell & Wilmer L.L.P., 3883 Howard Hughes Parkway, Suite 1100, Las Vegas, NV 89169 (Attn: Robert R. Kinan; rkinan@swlaw.com); counsel to Genesis Global Holdco, LLC.

7. Pursuant to the Interim Compensation Procedures Order, each Notice Party will have twenty (20) days after service (or the next business day if the 20th day is not a business day) of a Monthly Fee Application (the "Objection Deadline"), to object to the requested fees and expenses in accordance with the procedures described in subparagraph (b) set forth on page three of the Interim Compensation Procedures Order.

8. If no objections are raised on or before the Objection Deadline, Province shall file a certificate of no objection with the Court, after which Debtor shall be authorized to pay to Province an amount equal to 80% of the fees and 100% of the expenses incurred during the period covered by this Statement.

9. If an objection is properly filed before the Objection Deadline, Province shall file a certificate of no objection with the Court with respect to the fees and expenses, if any, that are not subject to objection (the "Undisputed Fees" and "Undisputed Expenses"), after which the Debtor shall be authorized to pay to Province an amount equal to 80% of the Undisputed Fees and 100% of the Undisputed Expenses incurred during the period covered by this Statement.

10. Province acknowledges that the interim payment of compensation and reimbursement of expenses sought in this Statement does not constitute a request for final allowance of such compensation and reimbursement of expenses. At the conclusion of the Chapter 11 Case, Province

1 will seek final allowance of the fees charged and expenses incurred for the entirety of the Chapter 11
2 Case, and any interim fees and expenses received during the course of the Chapter 11 Case will be
3 credited against such fees and expenses that are allowed on a final basis.

4 11. Neither Province nor any member of Province has any agreement or understanding of
5 any kind to divide, pay over, or share with any other person, except as among the members of Province,
6 any portion of the fees or expenses to be awarded pursuant to this Statement.

7 DATED: May 1, 2024

PROVINCE, LLC

9 By: /s/ Daniel Moses

10 Daniel Moses
2360 Corporate Circle, Suite 340
11 Henderson, Nevada 89074
Telephone: (702) 685-5555
12 Email: dmoses@provincefirm.com

13 *Financial Advisor to Debtor*

14 Submitted By:

15 **FOX ROTHSCHILD LLP**

16 By: /s/Brett A. Axelrod

17 BRETT A. AXELROD, ESQ.
Nevada Bar No. 5859
18 NICHOLAS A. KOFFROTH, ESQ.
Nevada Bar No. 16264
19 1980 Festival Plaza Drive, Suite 700
20 Las Vegas, Nevada 89135
21 *Counsel for Debtor*

EXHIBIT A**Summary of Province Professionals and Paraprofessionals**

February 1, 2024 through February 29, 2024

Name of Professional Individual	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate	Total Hours Billed	Total Compensation
Dan Moses	Principal – Corporate restructuring.	\$1,260	0.5	\$630.00
Tanner James	Vice President - Corporate restructuring.	\$630	1.3	\$819.00
Spencer Stires	Associate - Quantitative finance and programming.	\$480	64.0	\$30,720.00
	Subtotal		65.8	\$32,169.00
	Blended Rate for Professionals	\$488.89		
Para Professionals		Hourly Billing Rate	Total Hours Billed	Total Compensation
Eric Mattson	Matter Managers	\$270	1.7	\$459.00
Laura Conn	Matter Administrator	\$270	1.5	\$405.00
	Subtotal		3.2	\$864.00
			Fee Statement Hours	Total Compensation
	Grand Total		69.0	\$33,033.00
	Blended Rate for All Billers	\$478.74		

EXHIBIT B**Task Code Summary**

February 1, 2024 through February 29, 2024

Project Categories	Total Hours	Total Fees
Business Analysis / Operations	65.4	\$31,665.00
Fee / Employment Applications	3.2	\$864.00
Litigation	0.4	\$504.00
Grand Total	69.0	\$33,033.00

EXHIBIT C

Invoice

February 1, 2024 through February 29, 2024

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2360 Corporate Circle Suite 340
Henderson, NV 89074, United States
Tel: 702-685-5555
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INVOICE

INVOICE DATE: 3/29/2024
INVOICE NO: 95225
BILLING THROUGH: 2/29/2024

Cash Cloud Inc d/b/a Coin Cloud

Coin Cloud - FA 2

Managed By: Daniel L Moses

INVOICE SUMMARY

PROFESSIONAL SERVICES

EMPLOYEE	HOURS	RATE	AMOUNT
Dan Moses	0.50	\$1,260.00	\$630.00
Eric Mattson	1.70	\$270.00	\$459.00
Laura Conn	1.50	\$270.00	\$405.00
Spencer Stires	64.00	\$480.00	\$30,720.00
Tanner James	1.30	\$630.00	\$819.00
PROFESSIONAL SERVICES	69.00		\$33,033.00

EXPENSES

DESCRIPTION	AMOUNT
Meals	\$143.41
EXPENSES TOTAL	\$143.41

AMOUNT DUE THIS INVOICE	\$33,176.41
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This invoice is due on 3/29/2024

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INVOICE

Cash Cloud Inc d/b/a Coin Cloud

INVOICE DATE: 3/29/2024
INVOICE NO: 95225
BILLING THROUGH: 2/29/2024

Coin Cloud - FA 2

Managed By: Daniel L Moses

PROFESSIONAL SERVICES

DATE	EMPLOYEE	DESCRIPTION	HOURS	RATE	AMOUNT
2/1/2024	Tanner James	Business Analysis / Operations <i>Draft February workstream assignment memo for S. Stires.</i>	1.20	\$630.00	\$756.00
2/5/2024	Spencer Stires	Business Analysis / Operations <i>Updated and standardized the March MOR draft for review, incorporating data and formatting adjustments.</i>	2.00	\$480.00	\$960.00
2/5/2024	Spencer Stires	Business Analysis / Operations <i>Developed reconciliation process for September and October in the absence of existing bank reconciliations.</i>	2.90	\$480.00	\$1,392.00
2/5/2024	Spencer Stires	Business Analysis / Operations <i>Updated professional payments tracker for MOR reporting.</i>	1.60	\$480.00	\$768.00
2/5/2024	Spencer Stires	Business Analysis / Operations <i>Analyzed October PDF bank statements to prepare for Monthly Operating Report filing.</i>	1.40	\$480.00	\$672.00
2/5/2024	Laura Conn	Fee / Employment Applications <i>Drafted First Interim Fee Application covering periods February - December 2023 (1.4). Emailed for review (0.1).</i>	1.50	\$270.00	\$405.00
2/7/2024	Dan Moses	Litigation <i>Reviewed and analyzed settlement conference documents and NDA.</i>	0.40	\$1,260.00	\$504.00
2/9/2024	Spencer Stires	Business Analysis / Operations <i>Analyzed November statements to ensure accuracy and completeness for Monthly Operating Report preparation.</i>	1.00	\$480.00	\$480.00
2/9/2024	Spencer Stires	Business Analysis / Operations <i>Developed detailed analysis of December and January MOR financials, identifying health indicators.</i>	2.30	\$480.00	\$1,104.00
2/10/2024	Spencer Stires	Business Analysis / Operations <i>Integrated feedback from T. James into the November MOR to refine projections.</i>	1.30	\$480.00	\$624.00
2/14/2024	Spencer Stires	Business Analysis / Operations <i>Compiled and reviewed statements and exhibits for November MOR to ensure compliance.</i>	1.10	\$480.00	\$528.00
2/14/2024	Spencer Stires	Business Analysis / Operations <i>Finalized and disseminated November Monthly Operating Report for evaluation and feedback.</i>	2.30	\$480.00	\$1,104.00

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Coin Cloud - FA 2

Managed By: Daniel L Moses

PROFESSIONAL SERVICES

DATE	EMPLOYEE	DESCRIPTION	HOURS	RATE	AMOUNT
2/15/2024	Spencer Stires	Business Analysis / Operations <i>Assembled bank statements and exhibits for November MOR.</i>	1.00	\$480.00	\$480.00
2/16/2024	Tanner James	Business Analysis / Operations <i>Discussion with D. Moses re: update to case.</i>	0.10	\$630.00	\$63.00
2/16/2024	Spencer Stires	Business Analysis / Operations <i>Analyzed operating report bank statements for discrepancies and trends across accounts.</i>	2.80	\$480.00	\$1,344.00
2/16/2024	Spencer Stires	Business Analysis / Operations <i>Consolidated and reviewed operating report bank statements for accounts to ensure accuracy and completeness.</i>	2.00	\$480.00	\$960.00
2/16/2024	Dan Moses	Business Analysis / Operations <i>Discussion with T. James re: update to case.</i>	0.10	\$1,260.00	\$126.00
2/16/2024	Spencer Stires	Business Analysis / Operations <i>Developed insights from the operating report and income statement analysis to advise on health and efficiency.</i>	2.20	\$480.00	\$1,056.00
2/17/2024	Spencer Stires	Business Analysis / Operations <i>Completed the Monthly Operating Report for November and circulated it for review.</i>	1.10	\$480.00	\$528.00
2/17/2024	Spencer Stires	Business Analysis / Operations <i>Verified the accuracy of the November MOR by reconciling bank statements and records.</i>	2.60	\$480.00	\$1,248.00
2/17/2024	Spencer Stires	Business Analysis / Operations <i>Prepared a variance report for November to explain deviations from budgeted figures.</i>	0.60	\$480.00	\$288.00
2/17/2024	Spencer Stires	Business Analysis / Operations <i>Developed and included disclosures for the November Monthly Operating Report as required by stakeholders.</i>	2.20	\$480.00	\$1,056.00
2/18/2024	Spencer Stires	Business Analysis / Operations <i>Conducted a review of December bank statements to validate activity.</i>	1.90	\$480.00	\$912.00
2/18/2024	Spencer Stires	Business Analysis / Operations <i>Analyzed and reported on the health of Coin Cloud in the December MOR.</i>	1.60	\$480.00	\$768.00
2/18/2024	Spencer Stires	Business Analysis / Operations	1.60	\$480.00	\$768.00

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Coin Cloud - FA 2

Managed By: Daniel L Moses

PROFESSIONAL SERVICES

DATE	EMPLOYEE	DESCRIPTION	HOURS	RATE	AMOUNT
		<i>Created a December MOR package for executive review, emphasizing performance indicators.</i>			
2/18/2024	Spencer Stires	Business Analysis / Operations	1.70	\$480.00	\$816.00
		<i>Reviewed and organized data for the December MOR, ensuring accuracy and completeness.</i>			
2/19/2024	Spencer Stires	Business Analysis / Operations	0.90	\$480.00	\$432.00
		<i>Coordinated with counsel to ensure the January MOR met all disclosure requirements filing.</i>			
2/20/2024	Spencer Stires	Business Analysis / Operations	1.70	\$480.00	\$816.00
		<i>Assessed and updated the January MOR to reflect changes in the bankruptcy proceedings.</i>			
2/20/2024	Spencer Stires	Business Analysis / Operations	1.10	\$480.00	\$528.00
		<i>Prepared January MOR exhibits, highlighting cash flow trends and payment strategies.</i>			
2/21/2024	Spencer Stires	Business Analysis / Operations	1.00	\$480.00	\$480.00
		<i>Investigated and determined the U.S. Trustee payment amount for Q3.</i>			
2/21/2024	Spencer Stires	Business Analysis / Operations	1.60	\$480.00	\$768.00
		<i>Adjusted receipts and disbursements data for form representation.</i>			
2/21/2024	Spencer Stires	Business Analysis / Operations	1.40	\$480.00	\$672.00
		<i>Analyzed escrow account transactions to create a exhibit for reporting.</i>			
2/21/2024	Eric Mattson	Fee / Employment Applications	0.80	\$270.00	\$216.00
		<i>Completed draft revisions to interim fee app (0.7). Emailed to D. Moses for review (0.1).</i>			
2/23/2024	Spencer Stires	Business Analysis / Operations	1.00	\$480.00	\$480.00
		<i>Executed a review of the January MOR to verify compliance with US Trustee reporting standards.</i>			
2/23/2024	Spencer Stires	Business Analysis / Operations	1.50	\$480.00	\$720.00
		<i>Adjusted the January MOR to accommodate activities and the opening of the year.</i>			
2/23/2024	Spencer Stires	Business Analysis / Operations	1.60	\$480.00	\$768.00
		<i>Finalized the January MOR, incorporating revisions input and feedback.</i>			

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Coin Cloud - FA 2

Managed By: Daniel L Moses

PROFESSIONAL SERVICES

DATE	EMPLOYEE	DESCRIPTION	HOURS	RATE	AMOUNT
2/23/2024	Eric Mattson	Fee / Employment Applications <i>Drafted January fee statement (0.8). Emailed to D. Moses for review (0.1).</i>	0.90	\$270.00	\$243.00
2/24/2024	Spencer Stires	Business Analysis / Operations <i>Prepared and disseminated a review package including MORs and associated exhibits for November, December, and January.</i>	2.70	\$480.00	\$1,296.00
2/24/2024	Spencer Stires	Business Analysis / Operations <i>Integrated and refined exhibits into November, December, and January MORs to support analysis.</i>	1.80	\$480.00	\$864.00
2/24/2024	Spencer Stires	Business Analysis / Operations <i>Analyzed and synthesized fees data into a Excel workbook for inclusion in the Monthly Operating Reports.</i>	1.10	\$480.00	\$528.00
2/26/2024	Spencer Stires	Business Analysis / Operations <i>Documented adjustments in the January MOR for any financing activities or debtor-in-possession financing arrangements.</i>	0.80	\$480.00	\$384.00
2/26/2024	Spencer Stires	Business Analysis / Operations <i>Analyzed January s cash management practices to prepare a report on liquidity status for the MOR.</i>	1.80	\$480.00	\$864.00
2/26/2024	Spencer Stires	Business Analysis / Operations <i>Synthesized information from the January MOR to forecast obligations and expected cash flow.</i>	2.20	\$480.00	\$1,056.00
2/26/2024	Spencer Stires	Business Analysis / Operations <i>Ensured January MOR included a analysis of positioning and outlook for the year.</i>	2.30	\$480.00	\$1,104.00
2/29/2024	Spencer Stires	Business Analysis / Operations <i>Reconciled January statements against bank records to confirm the integrity of the numbers.</i>	2.30	\$480.00	\$1,104.00
TOTAL SERVICES			69.00		\$33,033.00

EXPENSES

DATE	EMPLOYEE	DESCRIPTION	AMOUNT
Meals:			
2/21/2024	Spencer Stires	Meals <i>Postmates - Working Dinner - Henderson</i>	\$34.53

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INVOICE

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BILLING THROUGH: 2/29/2024

Cash Cloud Inc d/b/a Coin Cloud

EXPENSES

DATE	EMPLOYEE	DESCRIPTION	AMOUNT
2/23/2024	Spencer Stires	Meals Postmates - Working Dinner - Henderson	\$41.90
2/24/2024	Spencer Stires	Meals Postmates - Working Lunch - Henderson	\$25.58
2/26/2024	Spencer Stires	Meals Postmates - Working Dinner - Henderson	\$41.40
TOTAL EXPENSES			\$143.41
SUBTOTAL			\$33,176.41
AMOUNT DUE THIS INVOICE			\$33,176.41

This invoice is due upon receipt

Please remit payment to:

Province, LLC

Wire Instructions:

Meadows Bank

Account

Routing

EIN #26-3657461